MINTZ LEVIN

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VIA ELECTRONIC FILING

Marlene H. Dortch Secretary Federal Communications Commission 445 12th Street, SW Washington, DC 20554

Re: Ex Parte Presentation

Joint Applications of Sprint Nextel Corporation, SOFTBANK CORP., and

Starburst II, Inc. IB Docket No. 12-343

Dear Ms. Dortch:

Attached please find a table showing Clearwire's current holdings in the 2.5 GHz band and its holdings in 2008 when the Commission approved the Sprint-Clearwire transaction. ^{1/} Clearwire's post-2008 acquisitions were subject to Commission review and approval subsequent to the Commission's determination in the *Sprint Nextel-Clearwire Order* to attribute all of Clearwire's spectrum to Sprint. ^{2/}

The attached spreadsheet includes increases in spectrum holdings due to acquisitions of licenses or leases at auction or in the secondary market or where Clearwire holds a Basic Trading Area ("BTA") license with reversionary rights and incumbent licenses were cancelled, giving Clearwire access to additional Broadband Radio Service ("BRS") spectrum in a county. The analysis was conducted using the same methodology and assumptions described in FCC Form 603 Exhibit 1, Appendix E associated with the 2008 Sprint and Clearwire license transfer applications. *See* Sprint Nextel Corporation and Clearwire Corporation, Description of the Transaction and Public Interest Statement, ULS File No. 0003462540 (filed Oct. 31, 2008), *available at* https://wireless2.fcc.gov/UlsEntry/attachments/attachmentViewRD.jsp?applType=search&fileKey=1826989902&at tachmentKey=18317507&attachmentInd=applAttach.

Sprint Nextel Corporation and Clearwire Corporation; Applications for Consent to Transfer Control of Licenses, Leases, and Authorizations, Memorandum Opinion and Order, 23 FCC Rcd 17570, 17600 ¶ 77 (2008); see, e.g., Wireless Telecommunications Bureau Grants Broadband Radio Service Licenses, Public Notice, DA 10-837, App. A (May 12, 2010) (listing licenses awarded to Clearwire in Auction 86 upon a finding that the applications were "complete and conform to the Commission's rules" following review of Clearwire's aggregate spectrum holdings); Wireless Telecommunications, Inc., Application for Assignment of Broadband Radio Service Licenses WLK341, WNT1856, WMH868, WMI343, and WMH308 to Vermont Telephone Company, Inc., Memorandum Opinion and Order, 24 FCC Rcd 3162 (2009); Applications of Wireless Telecommunications, Inc., Debtor-In-Possession, Assignor, and The Vermont Telephone Company, Inc., Assignee, to Assign Broadband Radio Service Licenses B227 (Keene NH) and B249 (Lebanon-Claremont NH), Memorandum Opinion and Order, 24 FCC Rcd 3177 ¶¶ 21-24 (2009).

Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.

Pursuant to Section 1.1206 of the Commission's rules, this letter is being submitted for inclusion in the public record of the above-referenced proceeding. Should there be any questions regarding the foregoing or the attached, please contact the undersigned.

Respectfully submitted,

/s/ Angela Y. Kung

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Attachment